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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-3
REORGANIZATION PLAN / PLAN SPONSORS
1,341.0 HOURS

Delphi Corporation (DIP)
Reorganization Plan / Plan SponsorsBill Date: 07/31/06
Bill Number: 1128095

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	06/01/06	0.40	FOLLOW-UP ON APPALOOSA NDA MATTERS (0.3); EMAIL FROM D. RESNICK RE SAME (0.1).
BUTLER, JR. J	06/02/06	0.30	EMAIL FROM D. RESNICK RE APPALOOSA MATTERS AND FOLLOW-UP (0.2); EMAIL FROM/TO S. MILLER RE SAME (0.1).
BUTLER, JR. J	06/04/06	0.20	EMAIL FROM/TO T. LAURIA RE APPALOOSA MATTERS AND NEXT STEPS (0.2).
BUTLER, JR. J	06/05/06	0.70	REVIEW AND COMMENT ON APPALOOSA NDA/STANDSTILL AGREEMENT (0.4); EMAILS FROM/TO T. LAURIA RE APPALOOSA MATTERS (0.3).
BUTLER, JR. J	06/06/06	1.80	PREPARE FOR (0.3) AND PARTICIPATE IN (1.1) TELECONFERENCE WITH T. LAURIA RE: APPALOOSA MATTERS; MEETING WITH SENIOR MANAGEMENT AT COMPANY IN TROY RE: SAME (0.4).
BUTLER, JR. J	06/07/06	0.60	CONTINUE TO REVIEW AND REVISE APPALOOSA AGREEMENT AND RELATED MATTERS (0.4); EMAILS FROM/TO T. LAURIA RE: SAME AND PROPOSED MEETING SCHEDULE (0.2).
BUTLER, JR. J	06/08/06	1.50	PREPARE FOR (0.4) AND PARTICIPATE IN (0.8) WORKING GROUP MEETING WITH R. O'NEAL, J. SHEEHAN, S. CORCORAN, K. CRAFT, D. RESNICK, B. SHAW, R. EISENBERG AND OTHERS RE: REVISIONS TO APPALOOSA AGREEMENT AND RELATED MATTERS; EMAILS FROM/TO T. LAURIA RE: SAME AND JUNE 15TH MEETING IN NEW YORK CITY (0.3).
BUTLER, JR. J	06/11/06	0.40	EMAIL FROM T. LAURIA RE APPALOOSA MATTERS AND FOLLOW-UP ON NDA AGREEMENT, ATTRITION INFORMATION AND RELATED MATTERS (0.4).
BUTLER, JR. J	06/12/06	1.40	PREPARE FOR (0.2) AND PARTICIPATE IN (0.3) TELECONFERENCE WITH T. LAURIA RE: APPALOOSA MATTERS; FOLLOW-UP ON APPALOOSA MATTERS INCLUDING NDA AGREEMENT, ATTRITION INFORMATION AND RELATED MATTERS (0.2); BEGIN TO PREPARE FOR JUNE 15TH MEETING IN NEW YORK CITY WITH APPALOOSA AND DELPHI REPRESENTATIVES WITH SENIOR MANAGEMENT TEAM AT COMPANY IN TROY (0.4); REVIEW APPALOOSA 13D FILING (0.3).
BUTLER, JR. J	06/13/06	0.90	CONTINUE TO PREPARE FOR JUNE 15TH MEETING IN NEW YORK CITY WITH APPALOOSA AND DELPHI REPRESENTATIVES WITH SENIOR MANAGEMENT TEAM AT COMPANY IN TROY (0.9).

BUTLER, JR. J	06/14/06	1.10	CONTINUE TO PREPARE FOR JUNE 15TH MEETING IN NEW YORK CITY WITH APPALOOSA AND DELPHI REPRESENTITIVES WITH SENIOR MANAGEMENT TEAM AT COMPANY IN TROY (0.7); CONTINUE TO CONSIDER EQUITY COMMITTEE NOTICE ISSUES (0.2); EMAILS FROM/TO T. LAURIA AND D. RESNICK RE NDA MATTERS (0.2).
BUTLER, JR. J	06/15/06	3.90	PREPARE FOR (1.5) AND ATTEND (2.4) MEETING IN NEW YORK CITY WITH APPALOOSA AND DELPHI REPRESENTATIVES.
BUTLER, JR. J	06/16/06	0.30	FOLLOW-UP ON JUNE 15TH MEETING IN NEW YORK CITY WITH APPALOOSA AND DELPHI REPRESENTATIVES (0.3).
BUTLER, JR. J	06/19/06	0.70	FOLLOW-UP ON JUNE 15TH MEETING IN NEW YORK CITY WITH APPALOOSA AND DELPHI REPRESENTATIVES INCLUDING EMAIL FROM T. LAURIA (0.4); REVIEW REVISED APPALOOSA NDA (0.3).
BUTLER, JR. J	06/20/06	0.40	REVIEW AND REVISE NDA AGREEMENT (0.4).
BUTLER, JR. J	06/23/06	0.30	REVIEW FURTHER REVISED APPALOOSA NDA AGREEMENT (0.3).
BUTLER, JR. J	06/28/06	0.30	FOLLOW-UP ON APPALOOSA NDA ISSUES WITH J. SHEEHAN AND WORKING GROUP (0.3).
BUTLER, JR. J	06/29/06	0.40	REVIEW APPALOOSA NDA AND RELATED MATTERS (0.2); CONFERENCE WITH D. RESNICK RE: SAME (0.2).
BUTLER, JR. J	06/30/06	0.20	EMAILS FROM/TO T. LAURIA RE APPALOOSA MATTERS AND FOLLOW-UP RE SAME (0.2).
		15.80	
COCHRAN EL	06/06/06	3.40	TELECONFERENCE WITH J. BUTLER AND T. LAWRENCE RE: APPALOOSA ISSUES (0.8); REVISED CONFIDENTIALITY AGREEMENT FOR APPALOOSA (2.6).
COCHRAN EL	06/08/06	2.80	REVISED NDA FOR APPALOOSA (2.8).
COCHRAN EL	06/14/06	0.70	PREPARE FOR APPALOOSA MEETING (0.7).
COCHRAN EL	06/15/06	3.90	MEETING WITH APPALOOSA (INCLUDING B. DELLINGER, J. SHEEHAN, D. RESNICK) (3.9).
COCHRAN EL	06/16/06	0.80	REVISE APPALOOSA NOA (0.8).
COCHRAN EL	06/19/06	4.90	TELECONFERENCE ON APPALOOSA NDA WITH D. SHERBIN AND D. RESNICK (0.8); REDRAFT OF NDA (1.4); TELECONFERENCE WITH J. BUTLER AND J. SHERBIN ON NDA (0.3); REDRAFT OF NDA (2.4).
COCHRAN EL	06/20/06	4.40	REVISE APPALOOSA NDA RE: TRADING PROVISION (4.4).
COCHRAN EL	06/22/06	2.30	REVIEW OF APPALOOSA CONFIDENTIALITY AGREEMENT (2.3).

COCHRAN EL	06/23/06	2.30	REVISED APPALOOSA NDA (2.3).
COCHRAN EL	06/26/06	3.00	TELECONFERENCE WITH S. CORCORAN, D. RESNICK, J. BUTLER RE: APPALOOSA NDC (1.1); REDRAFTED NDC AND SEND TO APPALOOSA (1.9).
COCHRAN EL	06/28/06	2.70	TELECONFERENCE WITH APPALOOSA ON NDA; REVIEW ISSUES (2.7).
COCHRAN EL	06/29/06	3.20	TELECONFERENCE WITH WHITE & CASE ON NDA (0.7); REVIEW NDA ISSUES (2.5).
COCHRAN EL	06/30/06	1.80	REVIEW NDA ISSUES WITH D. RESNICK (1.8).

36.20

GIBSON ML	06/06/06	1.30	MEETING/MULTIPLE TELECONFERENCES W/INTERNAL TEAM RE: CONFIDENTIALITY AGREEMENT AND REVIEW AND COMMENT ON MULTIPLE DRAFTS OF SAME (1.3).
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GIBSON ML	06/08/06	0.10	TELECONFERENCES/CORRESPONDENCE RE: CONFIDENTIALITY ISSUE (0.1).
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~~1.40~~**Total Partner 53.40**

DIAZ LB*	06/01/06	0.50	EDIT EXCLUSIVITY MOTION (0.5).
DIAZ LB*	06/05/06	1.90	EDIT EXCLUSIVITY MOTION (1.9).
DIAZ LB*	06/06/06	3.10	REVISE AND EDIT EXCLUSIVITY MOTION IN ORDER TO INCLUDE RECENT CASE DEVELOPMENTS (3.1).
DIAZ LB*	06/09/06	4.40	COMPILE AND ANALYZE EXCLUSIVITY MOTIONS AND CORESPONDING OBJECTIONS AND REPLYs FILED IN OTHER CASES (4.4).
DIAZ LB*	06/12/06	2.10	PREPARE MATERIALS FOR UPCOMING OMNIBUS HEARING RE: EXCLUSIVITY (2.1).
DIAZ LB*	06/13/06	3.40	PREPARE MATERIALS FOR UPCOMING OMNIBUS HEARING RE: EXCLUSIVITY (3.4).

15.40

MEISLER RE	06/01/06	0.50	REVIEW AND COMMENT ON EXCLUSIVITY MOTION (0.5).
MEISLER RE	06/06/06	1.00	REVIEW AND COMMENT ON MOTION TO EXTEND EXCLUSIVITY (1.0).
MEISLER RE	06/11/06	0.50	BEGIN PREPARING FOR POTENTIAL OBJECTIONS TO EXCLUSIVITY (0.5).

2.00

ZAMBRANO K	06/11/06	2.40	RESEARCH ISSUES RELATED TO EXCLUSIVITY IN PREPARATION FOR A POTENTIAL OBJECTION (2.4).
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ZAMBRANO K	06/12/06	2.70	RESEARCH ISSUES RELATED TO EXCLUSIVITY MOTION IN PREPARATION FOR POTENTIAL OBJECTION (2.7).
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5.10

Total Associate/Law Clerk	22.50
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DEMMA J	06/09/06	3.60	PREPARE PRECEDENT RE: EXCLUSIVITY FOR ATTORNEY REVIEW (3.6).
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3.60

ROSEN R	06/06/06	0.80	WORK WITH ATTORNEYS RE: PREPARATIONS FOR FILING 2ND EXCLUSIVITY MOTION (0.3); REVIEW WITH KCC RE: SERVICE OF SAME (0.5).
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ROSEN R	06/13/06	0.40	COMPILE EXCLUSIVITY MOTION DOCUMENTS FOR DRAFT 6/19 HEARING BINDER (0.4).
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1.20

Total Legal Assistant	4.80
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TOTAL TIME	<u>80.70</u>
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* Law clerks are law school graduates who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Reorganization Plan / Plan Sponsors

Bill Date: 07/31/06
Bill Number: 1128095

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/19/06	Lyons JK	-252.00
Air/Rail Travel - vendor feed	05/24/06	Lyons JK	-159.00
Air/Rail Travel - vendor feed	05/25/06	Lyons JK	-277.00
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$-688.00
TOTAL MATTER			\$-688.00

Delphi Corporation (DIP)
Reorganization Plan / Plan SponsorsBill Date: 08/31/06
Bill Number: 1122597

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	07/10/06	0.30	REVIEW FURTHER REVISED APPALOOSA NDA (0.3).
BUTLER, JR. J	07/11/06	0.40	REVIEW WHITE & CASE COMMENTS ON REVISED APPALOOSA NDA AND NEXT STEPS (0.2); REVIEW AND COMMENT ON NDA (0.2).
BUTLER, JR. J	07/12/06	0.90	CONSIDER CERBERUS NDA MATTERS WITH COMPANY IN TROY (0.3); PREPARE FOR (0.2) AND MEET (0.4) WITH J. SHEEHAN AND D. RESNICK AT COMPANY RE REVISED APPALOOSA NDA AND NEXT STEPS.
BUTLER, JR. J	07/13/06	0.30	REVIEW APPALOOSA COMMENTS TO REVISED APPALOOSA NDA (0.3).
BUTLER, JR. J	07/14/06	0.20	REVIEW ADDITIONAL APPALOOSA COMMENTS TO REVISED APPALOOSA NDA (0.2).
BUTLER, JR. J	07/17/06	1.70	PREPARE FOR (0.2) AND PARTICIPATE IN (1.2) STRATEGIC DISCUSSION RE APPALOOSA AT COMPANY IN TROY WITH J. SHEEHAN AND OTHERS INCLUDING D. RESNICK; REVIEW REVISED APPALOOSA NDA (0.3).
BUTLER, JR. J	07/18/06	0.20	EMAILS FROM D. SHERBIN AND D. RESNICK RE APPALOOSA NDA (0.2).
BUTLER, JR. J	07/21/06	0.40	REVIEW STATUS OF APPALOOSA/HARBINGER NDA INCLUDING EMAIL FROM D. RESNICK (0.2); REVIEW STATUS OF CERBERUS NDA (0.2).
BUTLER, JR. J	07/23/06	0.40	REVIEW APPALOOSA COMMENTS TO REVISED APPALOOSA/HARBINGER NDA (0.3); REVIEW SIDE LETTER RE HOLDINGS (0.1).
BUTLER, JR. J	07/26/06	2.30	REVIEW DRAFT OF CERBERUS NDA AND NEXT STEPS (0.4); ATTEND DINNER MEETING WITH T. LAURIA IN NEW YORK CITY RE: APPALOOSA AND AD HOC COMMITTEE MATTERS (1.9).
BUTLER, JR. J	07/27/06	0.50	FOLLOW-UP ON JULY 26TH MEETING WITH T. LAURIA IN NEW YORK CITY RE APPALOOSA AND AD HOC COMMITTEE MATTERS (0.3); REVIEW DRAFT APPALOOSA 13D AND RELATED MATTERS (0.2).
BUTLER, JR. J	07/28/06	2.50	DEVELOP APPROACH FOR POTENTIAL AUGUST 1-3 JOINT STAKEHOLDER MEETINGS WITH CREDITORS' COMMITTEE, EQUITY COMMITTEE AND AD HOC COMMITTEE IN NEW YORK CITY (0.6); PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) TELECONFERENCE WITH S. MILLER, R. O'NEAL, D. SHERBIN, D. RESNICK AND OTHERS RE: SAME; BEGIN TO CONSIDER OUTLINE OF PRESENTATION MATERIALS TO BE DEVELOPED (0.4); TELECONFERENCES WITH B. ROSENBERG (0.3, 0.2, 0.1) EMAILS TO/FROM B. SCHELER AND T. LAURIA RE: SAME (0.2).

BUTLER, JR. J	07/29/06	1.20	CONTINUE TO WORK ON STRATEGY AND AGENDA OUTLINE FOR AUGUST 1-3 JOINT STAKEHOLDER MEETINGS WITH CREDITORS' COMMITTEE, EQUITY COMMITTEE AND AD HOC COMMITTEE IN NEW YORK CITY INCLUDING OUTLINE OF PRESENTATION MATERIALS (0.4) AND TELECONFERENCE WITH WORKING GROUP RE: STRATEGY AND NEXT STEPS (0.8).
BUTLER, JR. J	07/30/06	2.20	TELECONFERENCE WITH AND EMAILS TO/FROM J. TANENBAUM RE: AUGUST 1-3 STAKEHOLDER MEETINGS AND AUGUST 3RD GM-STAKEHOLDERS MEETING IN NEW YORK CITY (0.3).
BUTLER, JR. J	07/31/06	2.60	PREPARE FOR AUGUST 1-3 JOINT STAKEHOLDER MEETINGS WITH CREDITORS' COMMITTEE, EQUITY COMMITTEE AND AD HOC COMMITTEE IN NEW YORK CITY INCLUDING PREPARATION OF PRESENTATION MATERIALS (1.2); TELECONFERENCE WITH D. RESNICK AND R. EISENBERG (0.4); MEETINGS WITH S. MILLER, D. SHERBIN AND OTHERS AT COMPANY IN TROY (0.4); TELECONFERENCES AND EMAILS WITH/TO/FROM B. ROSENBERG, B. SCHELER AND T. LAURIA (0.6).

16.10

COCHRAN EL	07/05/06	2.10	REVIEW APPALOOSA NDA ISSUES (2.1).
COCHRAN EL	07/07/06	4.80	TELECONFERENCE WITH D. RESNICK RE: NDA (1.7); REVISE NDA (3.1).
COCHRAN EL	07/10/06	3.50	TELECONFERENCE WITH D. RESNICK RE: NDA (1.4); REVISED NDA (2.1).
COCHRAN EL	07/11/06	4.80	TELECONFERENCE WITH D. SHERBIN, D. RESNICK RE: NDA (1.5); REVISED NDA (1.9); TELECONFERENCE WITH J. REISS OF WHITE & CASE RE: NDA (1.4).
COCHRAN EL	07/12/06	5.50	REVISED NDA (3.5); TELECONFERENCE WITH D. RESNICK RE: NDA (0.8); TELECONFERENCE WITH WHITE & CASE RE: NDA (1.2).
COCHRAN EL	07/13/06	5.70	TELECONFERENCE WITH WHITE & CASE ON NDA (1.1); ISSUES RE: APPALOOSA NDA AND REVISIONS (3.2); TELECONFERENCE WITH D. RESNICK AND B. SHAW (1.4).
COCHRAN EL	07/14/06	1.10	REVIEW ADDITIONAL WHITE & CASE COMMENTS ON NDA (1.1).
COCHRAN EL	07/17/06	3.00	COMMENTS ON NDA WITH CLIENT (INCLUDING S. MILLER, R. O'NEIL, D. SHERBIN, J. SHEEHAN) (0.9); REVISED NDA (2.1).
COCHRAN EL	07/18/06	2.00	TELECONFERENCES WITH WHITE & CASE AND APPALOOSA RE: NDA (1.3); MEETING WITH D. SHERBIN AND J. SHEEHAN ON NDA (0.7).
COCHRAN EL	07/19/06	0.60	TELECONFERENCE WITH D. RESNICK, D. TEPPER ON NDA (0.6).

COCHRAN EL	07/20/06	1.40	TELECONFERENCE WITH D. RESNICK ON APPALOOSA NDA (0.8); TELECONFERENCE WITH J. REISS OF WHITE & CASE ON NDA (0.6).
COCHRAN EL	07/21/06	1.20	REVIEW D. RESNICK EMAIL RE: APPALOOSA NDA (0.4); REVIEW WHITE & CASE REDRAFT OF NDA (0.8).
COCHRAN EL	07/24/06	1.40	REVIEW REVISED NDA SENT FROM WHITE & CASE (0.5); PREPARE REDRAFT (0.6); TELECONFERENCE WITH J. SHEEHAN (0.3).
COCHRAN EL	07/25/06	0.80	TELECONFERENCE WITH WHITE & CASE RE: NDA; REVIEW REVISED LANGUAGE (0.8).
COCHRAN EL	07/26/06	1.40	TELECONFERENCES WITH WHITE & CASE AND APPALOOSA RE: NDA (1.4).
COCHRAN EL	07/27/06	4.10	REVISED CERBERUS NDA (2.7); REVIEW ISSUES RE: APPALOOSA NDA (1.4).
COCHRAN EL	07/28/06	1.30	FINALIZED NDA WITH APPALOOSA AND HARDINGER (1.3).
COCHRAN EL	07/31/06	3.90	FINALIZED APPALOOSA/HARBINGER NDA AND SIDE LETTER (3.9).

48.60

MARAFIOTI KA	07/10/06	3.40	WORK ON ISSUES RE: APPALOOSA NDA (0.9); ANALYZE ISSUES RE: SAME (1.1); TELECONFERENCE WITH RESNICK RE: SAME (1.4).
MARAFIOTI KA	07/11/06	1.80	TELECONFERENCE WITH D. SHERBIN AND D. RESNICK RE: APPALOOSA NDA (1.8).
MARAFIOTI KA	07/13/06	0.60	ANALYZE LEGAL ISSUES IN CONNECTION WITH APPALOOSA NDA (0.6).
MARAFIOTI KA	07/18/06	0.80	CORRESPONDENCE RE: APPALOOSA NDA (0.1); TELECONFERENCE WITH K. MAIM AND WHITE & CASE RE: NDA AND FOLLOWUP (0.4); SECOND TELECONFERENCE WITH J. REISS AT W&C AND FOLLOWUP RE: SAME (0.3).
MARAFIOTI KA	07/20/06	0.30	DISCUSS APPALOOSA NDA WITH CLIENT (0.3).
MARAFIOTI KA	07/24/06	0.20	REVIEW NDA SIDE LETTER WITH APPALOOSA (0.2).

7.10

PANAGAKIS GN	07/11/06	0.80	ATTENTION TO CONSTRUCTION OF PLAN FRAMEWORK, INCLUDING DISCUSSIONS WITH FTI REPRESENTATIVES RE: SAME (0.8).
PANAGAKIS GN	07/17/06	0.80	CONSIDERATION TO DEVELOPMENT OF PLAN FRAMEWORK (0.8).

1.60

Total Partner		73.40	
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MEISLER RE	07/25/06	0.20	RESPOND TO REQUEST FOR NDAS (0.2).
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MEISLER RE	07/31/06	1.50	PREPARE FOR JOINT COMMITTEE MEETING PRESENTATION (0.3); TELECONFERENCES WITH N. TORRACCO RE: SAME (0.1, 0.1); FOLLOW UP RE: SAME (1.0).
		1.70	
OLASKY P	07/14/06	1.30	RESEARCHED PRECEDENT FOR RIGHTS PLAN AMENDMENTS (1.3).
OLASKY P	07/17/06	3.40	RESEARCHED 13D DISCLOSURE ISSUES (3.4).
OLASKY P	07/26/06	2.10	PREPARED AMENDMENT TO CONFIDENTIALITY AGREEMENT (2.1).
OLASKY P	07/31/06	1.40	PREPARED NOTICE LETTER TO APPALOOSA RE: REPRESENTATIONS IN CONFIDENTIALITY AGREEMENT (1.4).
		8.20	
REESE RG	07/31/06	4.20	DRAFT PRESENTATION TO STATUTORY AND AD HOC COMMITTEES FOR AUG. 1-3 MEETINGS (4.2).
		4.20	
Total Associate		14.10	
TOTAL TIME		<u>87.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Reorganization Plan / Plan Sponsors

Bill Date: 08/31/06
Bill Number: 1122597

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	07/28/06	Telecommunications, D	0.38
Telephone Expense	07/28/06	Telecommunications, D	0.50
Telephone Expense	07/28/06	Telecommunications, D	0.02
Telephone Expense	07/28/06	Telecommunications, D	0.10
TOTAL TELEPHONE EXPENSE			\$1.00
TOTAL MATTER			\$1.00

Delphi Corporation (DIP)
Reorganization Plan / Plan SponsorsBill Date: 09/30/06
Bill Number: 1128097

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	08/01/06	4.80	PREPARE FOR (1.6) AND ATTEND (3.2) JOINT STAKEHOLDER MEETINGS WITH CREDITORS' COMMITTEE, EQUITY COMMITTEE AND AD HOC COMMITTEE IN NEW YORK CITY.
BUTLER, JR. J	08/02/06	7.80	PREPARE FOR (0.8) AND PARTICIPATE (7.0) JOINT STAKEHOLDER MEETINGS WITH CREDITORS' COMMITTEE, EQUITY COMMITTEE AND AD HOC COMMITTEE IN NEW YORK CITY RE: GM SETTLEMENT DISCUSSIONS.
BUTLER, JR. J	08/03/06	11.20	PREPARE FOR (WITH R. O'NEAL AND OTHER DELPHI SENIOR MANAGEMENT) (1.5) AND PARTICIPATE IN (9.0) JOINT STAKEHOLDER/GM MEETINGS WITH CREDITORS' COMMITTEE, EQUITY COMMITTEE AND AD HOC COMMITTEE IN NEW YORK CITY RE: GM SETTLEMENT DISCUSSIONS; PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) WORKING GROUP TELECONFERENCE RE: SECTION 365 LITIGATION.
BUTLER, JR. J	08/08/06	0.70	CONSIDER CERBERUS NDA MATTERS (0.4); EMAILS FROM/TO T. LAURIA RE: FRAMEWORK DISCUSSIONS (0.3).
BUTLER, JR. J	08/09/06	3.40	PREPARE FOR AUGUST 10TH FRAMEWORK DISCUSSIONS WITH STAKEHOLDERS WITH SENIOR MANAGEMENT IN NEW YORK CITY (2.8) EMAILS FROM/TO AND TELECONFERENCES WITH T. LAURIA RE: SAME (0.4); EMAILS FROM/TO BIENENSTOCK AND R. ROSENBERG RE: SAME (0.2).
BUTLER, JR. J	08/10/06	13.90	PREPARE FOR (WITH S. MILLER, R. O'NEAL AND SENIOR MANAGEMENT TEAM) AND PARTICIPATE IN NEGOTIATION SESSIONS WITH DELPHI, GM AND CREDITORS' COMMITTEE BUSINESS, LEGAL AND FINANCIAL ADVISOR REPRESENTATIVES IN NEW YORK RE: CONSENSUAL GM PARTICIPATION IN DELPHI'S TRANSFORMATION PLAN (INCLUDING CAUCUSES, NEGOTIATION SESSIONS, DRAFTING OFFERS, REVIEW AND ANALYSIS OF COMPETING OFFERS AND RELATED MATTERS) (13.9).
BUTLER, JR. J	08/11/06	0.90	REVIEW AND EVALUATE GM/UCC INDICATIVE TERMSHEET (0.9).
BUTLER, JR. J	08/13/06	1.10	EMAILS FROM/TO J. TANENBAUM RE: GM/UCC INDICATIVE TERMSHEET (0.2); EMAILS TO COMPANY SENIOR MANAGEMENT RE: SAME (0.2); CONTINUE TO REVIEW AND EVALUATE TERMSHEET (0.3); REVIEW FRAMEWORK AGREEMENT OUTLINE (0.4).

BUTLER, JR. J	08/14/06	5.10	REVIEW AND CONSIDER FINANCIAL AND LEGAL ANALYSIS RE: BOND REINSTATEMENT AS POTENTIAL ELEMENT OF REORGANIZATION PLAN (0.6); EMAILS FROM/TO T. LAURIA RE: APPALOOSA DUE DILIGENCE (0.3); REVIEW LABOR COSTING PROPOSALS FORM DELPHI AND ROTHSCHILD (0.6); PREPARE FOR AUGUST 15TH AND 16TH NEGOTIATION SESSIONS WITH DELPHI, GM AND CREDITORS' COMMITTEE BUSINESS, LEGAL AND FINANCIAL ADVISOR REPRESENTATIVES IN NEW YORK RE: CONSENSUAL GM PARTICIPATION IN DELPHI'S TRANSFORMATION PLAN (INCLUDING MANAGEMENT DISCUSSIONS AT COMPANY IN TROY) (3.6).
BUTLER, JR. J	08/15/06	12.90	REVIEW AND REVISE FRAMEWORK OUTLINE (1.6); EMAIL TO K. PAREKH RE: SAME (0.2); REVIEW AND CONSIDER DC CAPITAL (EQUITY COMMITTEE) LETTER (0.3); PREPARE FOR (WITH S. MILLER AND SENIOR MANAGEMENT TEAM) AND PARTICIPATE IN NEGOTIATION SESSIONS WITH DELPHI, GM AND CREDITORS' COMMITTEE BUSINESS, LEGAL AND FINANCIAL ADVISOR REPRESENTATIVES IN NEW YORK RE: CONSENSUAL GM PARTICIPATION IN DELPHI'S TRANSFORMATION PLAN (INCLUDING CAUCUSES, NEGOTIATION SESSIONS, DRAFTING OFFERS, REVIEW AND ANALYSIS OF COMPETING OFFERS AND RELATED MATTERS) (10.8).
BUTLER, JR. J	08/16/06	12.60	FOLLOW-UP ON APPALOOSA DUE DILIGENCE MATTERS INCLUDING CONFERENCE WITH S. CORCORAN (0.2); TELECONFERENCE WITH T. LAURIA RE: SAME AND RE: GM/UCC FRAMEWORK DISCUSSIONS (0.4); EMAILS FROM/TO D. SHERBIN AND J. PAPELIAN RE: APPALOOSA DUE DILIGENCE MATTERS (0.4); EMAILS AND TELECONFERENCES TO/FROM B. SCHELER AND T. LAURIA RE: FRAMEWORK DISCUSSIONS (0.3); PREPARE FOR (WITH S. MILLER AND SENIOR MANAGEMENT TEAM) AND PARTICIPATE IN NEGOTIATION SESSIONS WITH DELPHI, GM AND CREDITORS' COMMITTEE BUSINESS, LEGAL AND FINANCIAL ADVISORS REPRESENTATIVES IN NEW YORK RE: CONSENSUAL GM PARTICIPATION IN DELPHI'S TRANSFORMATION PLAN (INCLUDING CAUCUSES, NEGOTIATION SESSIONS, DRAFTING OFFERS, REVIEW AND ANALYSIS OF COMPETING OFFERS AND RELATED MATTERS (11.3).
BUTLER, JR. J	08/17/06	4.10	FOLLOW-UP ON AUGUST 15TH AND 16TH FRAMEWORK DISCUSSIONS INCLUDING EMAILS TO STAKEHOLDERS RE: TIMETABLE AND NEXT STEPS (0.8); REVIEW STATUS OF APPALOOSA DUE DILIGENCE MATTERS AND NEXT STEPS (0.4); WORK ON FRAMEWORK AGREEMENT OUTLINE AND RELATED MATTERS (2.9).

BUTLER, JR. J	08/18/06	3.50	CONTINUE TO FOLLOW-UP ON APPALOOSA DUE DILIGENCE MATTERS AND NEXT STEPS INCLUDING EMAILS FROM/TO D. SHERBIN AND M. LOEB (0.3); CONTINUE TO WORK ON FRAMEWORK AGREEMENT REVISIONS AND RELATED MATTERS (2.3); REVIEW AND INCORPORATE R. EISENBERG RE: SAME (0.3); EMAILS TO/FROM R. ROSENBERG AND T. LAURIA RE: SAME (0.2); REVIEW AND CONSIDER CERBERUS NDA MODIFICATIONS (0.4).
BUTLER, JR. J	08/19/06	1.30	CONTINUE TO FOLLOW-UP ON APPALOOSA DUE DILIGENCE MATTERS AND NEXT STEPS (0.4); CONTINUE TO REVIEW AND EVALUATE FRAMEWORK AGREEMENT MATERIALS (0.9).
BUTLER, JR. J	08/20/06	1.20	CONTINUE TO REVIEW AND EVALUATE FRAMEWORK AGREEMENT MATERIALS AND PREPARE FOR AUGUST 21ST MEETINGS IN COMPANY RE: SAME (1.2).
BUTLER, JR. J	08/21/06	3.00	PREPARE FOR (0.4) AND PARTICIPATE IN (1.6) MEETINGS AT COMPANY IN TROY RE: FRAMEWORK AGREEMENT; PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) MEETING WITH J. SHEEHAN RE: CERBERUS NDA MODIFICATION LETTER AND REVIEW SAME (0.4).
BUTLER, JR. J	08/22/06	3.60	CONTINUE TO REVIEW AND REVISE DRAFT FRAMEWORK AGREEMENT AND EMAILS TO STAKEHOLDERS RE: SAME (2.2); CONTINUE TO REVIEW AND EVALUATE CERBERUS NDA MODIFICATION LETTER ISSUES (0.3); DRAFT REVISED PROVISION (0.3); EMAILS AND TELECONFERENCES FROM/TO T. LAURIA RE: FRAMEWORK MATTERS (0.4); EMAILS TO/FROM J. TANENBAUM RE: GM ENVIRONMENTAL MATTERS AGREEMENT AND DISCLOSURE TO PROSPECTIVE PLAN INVESTORS (0.2); REVIEW AMENDED NDA PROPOSAL FOR APPALOOSA AND HARBINGER (0.2).
BUTLER, JR. J	08/23/06	1.60	TELECONFERENCE WITH T. LAURIA RE: FRAMEWORK AGREEMENT MATTERS AND APPALOOSA DUE DILIGENCE MATTERS (0.7); EMAIL FROM J. SHEEHAN RE: SAME AND AUGUST 30TH APPALOOSA DUE DILIGENCE MEETINGS IN TROY (0.2); CONTINUE TO REVIEW AND COMMENT ON CERBERUS NDA MODIFICATION LETTER ISSUES (0.3); REVIEW EMAIL FROM J. SHEEHAN TO D. DETHY RE: EQUITY COMMITTEE OVERVIEW AND FEEDBACK TO FRAMEWORK AGREEMENT (0.2); EMAILS FROM/TO B. STEINGART RE: FRAMEWORK DISTRIBUTION MATTERS (0.2).

BUTLER, JR. J	08/24/06	2.30	CONTINUE TO FOLLOW-UP ON FRAMEWORK AGREEMENT MATTERS AND APPALOOSA DUE DILIGENCE MATTERS (1.2); EMAILS FROM D. SHERBIN AND J. SHEEHAN RE: D. DETHY TELECONFERENCE (0.2); EMAILS FROM/TO B. STEINGART RE: FRAMEWORK MATTERS (0.3); FOLLOW-UP ON APPALOOSA/HARBINGER REVISED NDA LETTER (0.2); REVIEW RIPPLEWOOD NDA MODIFICATION LETTER (0.2); EMAILS FROM R. O'NEAL AND A. PASRICHA RE: FRAMEWORK DISCUSSIONS WITH GM (0.2).
BUTLER, JR. J	08/25/06	2.40	TELECONFERENCE WITH J. SHEEHAN AND S. CORCORAN RE: POTENTIAL PLAN INVESTORS AND NDA AGREEMENTS (0.4); PREPARE FOR (0.3) AND PARTICIPATE IN (1.3); WORKING GROUP TELECONFERENCE WITH DELPHI AND ROTHSCHILD REPRESENTATIVES (INCLUDING R. O'NEAL, J. BERTRAND, J. SHEEHAN, B. DELLINGER, S. CORCORAN, B. SHAW AND OTHERS) RE: FRAMEWORK AGREEMENT MATTERS AND NEXT STEPS; EMAIL FROM J. SHEEHAN RE: CAPITAL MARKETS REVIEW (0.2); REVIEW D. DETHY LETTER RE: INTERPLAY BETWEEN FRAMEWORK AGREEMENT AND GM CLAIMS (0.2).
BUTLER, JR. J	08/26/06	0.30	FOLLOW-UP ON APPALOOSA DUE DILIGENCE MATTERS (0.3).
BUTLER, JR. J	08/27/06	0.70	CONTINUE TO FOLLOW-UP ON APPALOOSA DUE DILIGENCE MATTERS (0.3); EMAILS FROM/TO J. TANENBAUM AND S. CORCORAN RE: GM ENVIRONMENTAL MATTERS AGREEMENT AND RELATED DUE DILIGENCE BY POTENTIAL PLAN INVESTORS (0.4).
BUTLER, JR. J	08/28/06	0.40	EMAILS FROM/TO J. SHEEHAN RE: CERBERUS DUE DILIGENCE MATTERS (0.2); EMAIL FROM J. SHEEHAN RE: TAX IMPLICATIONS OF FRAMEWORK AGREEMENT AND NEXT STEPS (0.2).
BUTLER, JR. J	08/29/06	1.00	EVALUATE INTRODUCTION OF CERBERUS AND RIPPLEWOOD INTO FRAMEWORK DISCUSSIONS (0.3); EMAILS FROM/TO J. SHEEHAN AND D. RESNICK RE: SAME (0.2); CONTINUE TO FOLLOW-UP ON APPALOOSA DUE DILIGENCE INCLUDING EMAILS FROM/TO T. LAURIA (0.3); EMAILS FROM/TO J. TANENBAUM RE: FRAMEWORK DISCUSSIONS ETC. (0.2).
BUTLER, JR. J	08/30/06	1.20	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) TELECONFERENCE WITH J. SHEEHAN AND D. RESNICK RE: APPALOOSA, CERBERUS AND RIPPLEWOOD MATTERS; REVIEW EMAILS RE: SAME (0.2); PREPARE FOR (0.2) AND PARTICIPATE IN (0.2) TELECONFERENCE WITH J. SHEEHAN AND D. RESNICK RE: GM FRAMEWORK DISCUSSIONS AND NEXT STEPS.

BUTLER, JR. J	08/31/06	1.00	EMAILS TO/FROM STAKEHOLDERS AND COMPANY REPRESENTATIVES RE: SEPTEMBER 6TH FRAMEWORK DISCUSSIONS IN NEW YORK CITY (0.4); REVIEW AND CONTINUE TO CONSIDER RIPPLEWOOD NDA MODIFICATION ISSUES (0.2); EMAILS FROM/TO J. TANENBAUM RE: FRAMEWORK MATTERS (0.2); EMAILS FROM/TO M. BIENENSTOCK AND R. ROSENBERG RE: SEPTEMBER 6TH FRAMEWORK MEETING AGENDA ITEMS AND PARTICIPANTS (0.2).
		102.00	
COCHRAN EL	08/01/06	6.60	MEETING WITH UCC, EC, APPALOOSA RE: "LEVELING UP" (3.7); REVIEW NDA FOR HOULIHAN (2.9).
COCHRAN EL	08/02/06	8.90	MEETINGS WITH UCC (2.2), EQUITY COMMITTEE (0.7), APPALOOSA (1.1), AND GM (2.2); JOINT MEETING WITH UCC, EQUITY COMMITTEE AND APPALOOSA (0.4); REVIEW ISSUES WITH CLIENT (2.3).
COCHRAN EL	08/03/06	6.20	MEETINGS WITH UCC, EQUITY COMMITTEE, APPALOOSA, GM AND DELPHI RE: POSSIBLE COMPREHENSIVE AGREEMENT (6.2).
COCHRAN EL	08/08/06	0.60	REVIEW CEREBUS NDA COMMENT (0.6).
COCHRAN EL	08/10/06	9.00	PARTICIPATE IN UCC MEETING (0.7); EQUITY COMMITTEE (0.6); GM (2.1); AD HOC COMMITTEE (0.4); REVIEW ISSUES WITH CLIENT (5.2).
COCHRAN EL	08/11/06	6.30	PARTICIPATE IN MEETINGS WITH CLIENT RE: PLAN FOR PREPARING FRAMEWORK AGREEMENT (3.7); PREPARE OUTLINE OF FRAMEWORK AGREEMENT (2.6).
COCHRAN EL	08/12/06	2.90	REVIEW GM COMPREHENSIVE TERM SHEET FOR MATERIAL TO BE CONSIDERED IN FRAMEWORK AGREEMENT (2.9).
COCHRAN EL	08/13/06	6.10	PREPARE DRAFT FRAMEWORK AGREEMENT OUTLINE (2.1); TELECONFERENCE WITH CLIENT (A. PASRICHA) AND J. BUTLER, K. MARAFIOTI, A. HARDIN AND D. RESNICK RE: FRAMEWORK AGREEMENT (1.3); REVISE FRAMEWORK AGREEMENT OUTLINE (1.9); COMMUNICATIONS WITH W. GOTSHAL RE: FRAMEWORK AGREEMENT (0.8).
COCHRAN EL	08/14/06	6.90	PARTICIPATE IN TELECONFERENCE WITH CLIENT ON GM DISCUSSIONS (J. BERTRAND, J. SHEEHAN, S. CORCORAN, A. PASRICHA) (2.1); PARTICIPATE IN MEETING AT WEIL, GOTSHAL (J. TANNENBAUM, M. KESSLER, R. LEVINS) AND K. MARAFITOI AND A. HARDIN (1.2); REPORT TO CLIENT ON WEIL MEETING (0.8); REVISE FRAMEWORK AGREEMENT (2.8).
COCHRAN EL	08/15/06	13.50	PARTICIPATE IN NEGOTIATIONS WITH GM & UCC (13.5).

COCHRAN EL	08/16/06	13.60	PARTICIPATED IN NEGOTIATING SESSIONS WITH GM, UCC (12.2); REVIEW ISSUES RE: REVISED APPALOOSA NDA (1.4).
COCHRAN EL	08/17/06	7.40	PREPARE REVISED VERSION OF THE TERM SHEET (7.4).
COCHRAN EL	08/18/06	3.40	TELECONFERENCES WITH CLIENT ON REVISED TERM SHEETS (1.3); REDRAFT TERM SHEET (2.1).
COCHRAN EL	08/21/06	7.90	REVIEW CERBERUS NDA ISSUES (1.4); REDRAFT NDA (1.8); TELECONFERENCES WITH CLIENT ON TERM SHEET ISSUES (2.6); REDRAFT TERM SHEET (2.1).
COCHRAN EL	08/22/06	9.40	TELECONFERENCES WITH CLIENT ON TERM SHEET (2.8); REDRAFT TERM SHEET (2.1); TELECONFERENCE WITH CLIENT ON NDA (1.3); TELECONFERENCES WITH CERBERUS REP. ON NDA (1.1); REDRAFT NDA (2.1).
COCHRAN EL	08/23/06	3.60	REVISE NDA WITH CERBERUS (2.2); TELECONFERENCES WITH CLIENT ON NDA (1.4).
COCHRAN EL	08/24/06	2.20	PREPARE SUPPLEMENTAL NDA (2.2).
COCHRAN EL	08/25/06	0.40	TELECONFERENCES ON NDA (0.4).
COCHRAN EL	08/28/06	0.60	REVIEW FRAMEWORK AGREEMENT WITH TAX (C. GROSS AND E. SENSENBRENNER) (0.6).
		115.50	
MARAFIOTI KA	08/01/06	4.20	LEVELING UP MEETINGS WITH COMMITTEES (3.8); FOLLOWUP STRATEGY CONFERENCES (0.4).
MARAFIOTI KA	08/02/06	7.00	MEETING WITH CLIENT, ROTHSCHILD, AN FTI IN PREPARATION FOR MEETINGS WITH KEY CONSTITUENCIES (1.7); MEETING WITH CREDITORS' COMMITTEE AND ADVISORS (0.7) AND FOLLOWUP MEETING WITH CLIENT (0.3); MEETINGS WITH EQUITY COMMITTEE AND AD HOC EQUITY COMMITTEE AND FOLLOWUP WITH CLIENT (3.3); MEETING WITH ALL CONSTITUENCIES AND FOLLOWUP (1.0).
MARAFIOTI KA	08/03/06	8.60	MEETINGS WITH GM, STATUTORY COMMITTEES, AD HOC COMMITTEE, COMPANY, AND ALL ADVISORS RE: POSSIBLE FRAMEWORK (3.5); FOLLOWUP MEETING WITH CLIENT (0.9); ADDITIONAL MEETINGS WITH GM, STATUTORY COMMITTEES, AD HOC COMMITTEE, COMPANY, AND ALL ADVISORS (1.4); STRATEGY MEETING WITH CLIENT (1.5); FINAL MEETING WITH GM, STATUTORY COMMITTEES, AD HOC COMMITTEE E, COMPANY, AND ALL ADVISORS (1.3).

MARAFIOTI KA	08/09/06	5.90	PREPARE WITH COMPANY FOR COMMITTEE MEETING (0.6); ATTEND EQUITY COMMITTEE MEETING WITH COMPANY AND ADVISORS (2.2); FOLLOWUP MEETING WITH CLIENT (0.3); ATTEND CREDITORS' COMMITTEE MEETING WITH COMPANY AND ADVISORS (1.7); FOLLOWUP MEETING WITH CLIENT (1.1).
MARAFIOTI KA	08/10/06	7.30	PREPARE WITH CLIENT FOR NEGOTIATING SESSIONS WITH KEY CONSTITUENCIES (1.0); OPENING MEETING WITH GM, APPALOOSA, COMPANY, ROTHSCHILD, FTI, AD HOC, EQUITY, AND CREDITORS' COMMITTEES (0.2); FOLLOWUP WITH COMPANY (0.1); SERIES OF NEGOTIATING MEETINGS WITH GM, COMMITTEES, COMPANY, AND ENTIRE GROUP (5.4); CORRESPONDENCE WITH KEY CONSTITUENCIES RE: NEGOTIATIONS (0.6).
MARAFIOTI KA	08/15/06	8.90	CONTINUE MEETING WITH CLIENT RE: GM ISSUES (1.4); MEETING WITH GM AND ITS ADVISORS, COMPANY, AND ROTHSCHILD RE: FRAMEWORK AGREEMENT (3.2); FOLLOWUP MEETING WITH CLIENT (2.5); RESEARCH GM ISSUES (0.6); ADDITIONAL MEETING WITH GM AND ADVISORS AND COMPANY AND ADVISORS (0.9); FINAL FOLLOWUP MEETING WITH COMPANY (0.3).
MARAFIOTI KA	08/16/06	9.70	MEETING WITH COMPANY RE: REVENUE PLAN (0.9) AND TERM SHEET (0.6); CONFERRED WITH B. DERROUGH RE: TERM SHEET (0.2); MEETING WITH GM RE: REVENUE PLAN (0.5); FOLLOWUP MEETING WITH CLIENT (0.9); SERIAL MEETINGS WITH KEY CONSTITUENCIES (3.9); FINAL FOLLOWUP MEETING WITH CLIENT (0.5); ANALYZE PLAN CLASSIFICATION AND IMPAIRMENT ISSUES (0.9); DIRECT RESEARCH RE: CLASSIFICATION, IMPAIRMENT, AND REINSTATEMENT (1.3).
MARAFIOTI KA	08/17/06	0.50	LEVELING UP MEETING WITH T. LAURIA AFTER COURT HEARING (0.5).
MARAFIOTI KA	08/22/06	4.40	ANALYZE FACTS IN CONNECTION WITH SUBSTANTIVE CONSOLIDATION ANALYSIS (1.4); TELECONFERENCE WITH FTI RE: SUBSTANTIVE CONSOLIDATION (0.5); TELECONFERENCE WITH J. SHEEHAN, FTI RE: SAME (0.9); REVIEW DRAFT MEMO RE: SAME (1.6).
MARAFIOTI KA	08/24/06	1.60	ANALYZE SUBSTANTIVE CONSOLIDATION, CLASSIFICATION, AND SUBORDINATION ISSUES (1.6).
MARAFIOTI KA	08/25/06	1.10	RESEARCH SUBSTANTIVE CONSOLIDATION AND RECHARACTERIZATION OF DEBT ISSUE (1.1).

MARAFIOTI KA	08/28/06	6.70	REVIEW MEMO RE: SUBSTANTIVE CONSOLIDATION (0.7) REVIEW ILLUSTRATIVE DIAGRAM OF DEBTOR COMPANIES (0.4); REVIEW FTI WORK PLAN RE: CONSOLIDATION (1.3); RESEARCH SUBSTANTIVE CONSOLIDATION ISSUES (1.6); REVIEW ADDITIONAL PRELIMINARY MEMO APPLYING FACTS OF DEBTORS' CASES TO SUBSTANTIVE CONSOLIDATION LAW (0.4); TELECONFERENCE WITH FTI (FRANKUM, KOSKEIWICZ, WILL) RE: SUBSTANTIVE CONSOLIDATION ANALYSIS (1.4); RESEARCH CLASSIFICATION AND SUBORDINATION ISSUES (0.9).
MARAFIOTI KA	08/29/06	0.30	TELECONFERENCE WITH R. EISENBERG RE: SUBSTANTIVE CONSOLIDATION ANALYSIS (0.1) AND ANALYZE SAME (0.2).
MARAFIOTI KA	08/30/06	1.90	TELECONFERENCE WITH FTI AND COMPANY RE: INTERCOMPANY CLAIMS AND SUBSTANTIVE CONSOLIDATION ISSUES (1.3) AND FOLLOWUP ANALYSIS RE: SAME (0.6).
		68.10	
PANAGAKIS GN	08/02/06	0.80	TELECONFERENCES RE: PRELIMINARY PLAN OF REORGANIZATION CONSIDERATION (0.8).
PANAGAKIS GN	08/04/06	0.50	ATTENTION TO PRELIMINARY PLAN CONSIDERATIONS (0.5).
PANAGAKIS GN	08/10/06	1.20	MEETINGS WITH MANAGEMENT RE: FRAMEWORK AGREEMENT AND LEGAL ISSUES RE: SAME (1.2).
PANAGAKIS GN	08/11/06	0.90	ATTENTION TO FRAMEWORK AGREEMENT ISSUES (0.9).
PANAGAKIS GN	08/13/06	2.00	PARTICIPATE ON CALL WITH MANAGEMENT AND OTHER ADVISORS RE: FRAMEWORK AGREEMENT (1.4); REVIEW AND COMMENT ON SAME (0.6).
PANAGAKIS GN	08/14/06	1.00	PARTICIPATE ON WEEKLY CALL RE: PRELIMINARY PLAN CONSIDERATION (1.0).
PANAGAKIS GN	08/15/06	2.80	PARTICIPATION IN MANAGEMENT MEETINGS RE: FRAMEWORK AGREEMENT (1.0); REVIEW AND COMMENT ON DRAFTS OF SAME (1.0); MEETINGS WITH REPRESENTATIVES OF GM AND CREDITORS COMMITTEE RE: SAME (0.8).
PANAGAKIS GN	08/16/06	8.50	PARTICIPATE IN VARIOUS MEETINGS WITH COMPANY, GM AND COMMITTEE RE: FRAMEWORK AGREEMENT (3.5); REVIEW DRAFTS OF SAME AND RELATED DOCUMENTS (1.5); ATTENTION TO VARIOUS LEGAL ISSUES IN CONNECTION WITH FRAMEWORK ARRANGEMENT (2.0); REVIEW LEGAL RESEARCH RE: SUBSTANTIVE CONSOLIDATION AND OTHER PRELIMINARY PLAN CONSIDERATIONS (1.5).

PANAGAKIS GN	08/17/06	3.80	REVIEW ISSUES RE: FRAMEWORK AGREEMENT AND REVISED DRAFTS OF SAME (1.5); TELECONFERENCE WITH MANAGEMENT RE: SAME (0.8); REVIEW LEGAL ANALYSIS RE: ISSUES IN CONNECTION WITH SAME (1.5).
PANAGAKIS GN	08/18/06	3.00	ATTENTION TO FRAMEWORK ISSUES (1.0); PARTICIPATE ON TELECONFERENCES WITH COMPANY AND ADVISORS RE: SAME (1.0); REVIEW MEMO RE: LEGAL ISSUES RE: SAME (0.5); REVIEW MATERIALS RE: UPCOMING CALL RE: PRELIMINARY PLAN ISSUES (0.5).
PANAGAKIS GN	08/21/06	3.30	PREPARE FOR (0.8) AND PARTICIPATE ON (1.0) WEEKLY CALL RE: PRELIMINARY PLAN ISSUES; CONTINUE TO REVIEW RESEARCH MATERIALS RE: VARIOUS LEGAL ISSUES IN CONNECTION WITH FRAMEWORK AGREEMENT (1.5).
PANAGAKIS GN	08/22/06	2.80	REVIEW RESEARCH FRAMEWORK AGREEMENT (0.8); TELECONFERENCES WITH COMPANY AND OTHER ADVISORS RE: SAME (1.0); REVIEW RESEARCH MATERIALS RE: ISSUES IN CONNECTION WITH SAME (1.0).
PANAGAKIS GN	08/23/06	2.50	REVIEW MEMOS RE: VARIOUS RESEARCH ISSUES IN CONNECTION WITH FRAMEWORK AGREEMENT (2.5).
PANAGAKIS GN	08/24/06	3.40	REVIEW UPDATES RE: FRAMEWORK AGREEMENT STATUS AND PARTICIPATE ON CALLS RE: SAME (1.5); TELECONFERENCES AND REVIEW OF CORRESPONDENCE RE: PRELIMINARY PLAN CONSIDERATIONS (1.9).
PANAGAKIS GN	08/25/06	1.80	REVIEW PRECEDENT BRIEFS RE: 1113 HEARING (0.8); PARTICIPATE ON CALL WITH COMMENTS TO FRAMEWORK AGREEMENT AND RELATED UPDATE DISCUSSION (1.0).
PANAGAKIS GN	08/27/06	0.70	REVIEW MEMO RE: PLAN ISSUES (0.7).
PANAGAKIS GN	08/28/06	2.90	PARTICIPATE ON CALL RE: PRELIMINARY PLAN ISSUES (1.2); REVIEW CORRESPONDENCE AND MEMOS RE: SAME (0.7); ATTENTION TO FRAMEWORK ISSUES (1.0).
PANAGAKIS GN	08/29/06	1.70	REVIEW RESEARCH MATERIALS RE: VARIOUS PLAN ISSUES (1.0); REVIEW FTI MATERIALS RE: SAME (0.7).
PANAGAKIS GN	08/30/06	2.20	TELECONFERENCE WITH MANAGEMENT AND FTI RE: SUBSTANTIVE CONSOLIDATION (1.0); REVIEW FOLLOW UP MEMOS RE: SAME (1.2).
PANAGAKIS GN	08/31/06	1.80	CORRESPONDENCE RE: POR WEEKLY CALLS (0.2); REVIEW MEMOS RE: SAME (0.8); REVIEW CORRESPONDENCE RE: FRAMEWORK AGREEMENT (0.2); REVIEW MEMOS RE: LEGAL ISSUES RE: SAME (0.6).

47.60

Total Partner

333.20

MATZ TJ	08/01/06	6.40	UPDATE TASK LIST AND OUTSTANDING MATTERS FOR AUGUST OMNIBUS HEARING, LABOR HEARINGS (0.4); PREPARATION RE: PRESENTATION TO UCC, ED AND AD HOC COMMITTEE AND MEETINGS RE: SAME (1.3); CORRESPONDENCE WITH LATHAM RE: MEETINGS (0.1); CORRESPONDENCE WITH WHITE AND CASE RE: MEETINGS (0.1); CORRESPONDENCE WITH F. FRANK RE: MEETINGS (0.1); ATTEND STRATEGY MEETING WITH UCC, EC AND AD HOC COMMITTEE FOR "LEVELING UP" PRESENTATION (3.3); DISCUSSIONS WITH B. SHAW AND D. HILTY RE: INFORMATION, DISCLOSURE (0.5); PREPARE FURTHER MATERIALS FOR STRATEGIC SESSIONS WITH COMMITTEES (0.6).
MATZ TJ	08/02/06	6.10	PREPARATION FOR BI-LATERAL STRATEGY MEETING WITH UCC, EQUITY COMMITTEE AND AD HOC COMMITTEE (1.0); ATTEND STRATEGY MEETING WITH UCC, D. RESKNIK, S. CORCORAN, D. SHERBIN, J. BERTRAM, R. ISENBERG AND SKADDEN TEAM (1.7); ATTEND STRATEGY MEETING WITH EQUITY COMMITTEE AND ROTHSCHILD, FTI, COMPANY AND SKADDEN TEAM (1.3); ATTEND STRATEGY MEETING WITH AD HOC COMMITTEE AND ROTHSCHILD, FTI AND SKADDEN TEAM (1.6); ATTEND WRAP-UP STRATEGY SESSION OF UCC, EQUITY COMMITTEE, AD HOC COMMITTEE, ROTHSCHILD, FTI, COMPANY AND SKADDEN REPRESENTATIVES (0.5).
MATZ TJ	08/03/06	8.20	DISCUSSIONS WITH REPRESENTATIVES OF DELPHI, B. RESNICK, W. SHAW OF ROTHSCHILD, R. EISENBERG OF FTI TO PREPARE FOR MEETINGS WITH UNSECURED CREDITORS' COMMITTEE, AD HOC COMMITTEE, GM AND EQUITY COMMITTEE (1.5); ATTEND MEETING WITH 3 COMMITTEES, GM AND DELPHI (1.8); REPORT AND UPDATE SESSIONS WITH UNSECURED CREDITORS' COMMITTEE, AD HOC COMMITTEE, GM, EQUITY COMMITTEE, ROTHSCHILD, FTI AND DELPHI (1.3); FOLLOW UP STRATEGIC DISCUSSIONS WITH J. BERTRAM, D. SHERBIN, ET AL. OF DELPHI (1.5); FINAL MAIN TABLE DISCUSSIONS WITH GM, UNSECURED CREDITORS' COMMITTEE, AD HOC COMMITTEE, EQUITY COMMITTEE, COMPANY AND ITS ADVISORS (1.3); FURTHER STRATEGIC DISCUSSIONS WITH J. BERTRAND AND D. SHERBIN, ET AL. (0.8).

MATZ TJ	08/10/06	3.70	ATTEND PREPARATION SESSION (0.4); DISCUSSIONS WITH J. SHEEHAN, K. CRAFT, S. CORCORAN ET AL. RE: COMPREHENSIVE RESOLUTION AND MEETINGS (0.8); PARTICIPATE IN MAIN TABLE DISCUSSIONS (0.3); BI-LATERAL DISCUSSIONS WITH UNSECURED CREDITORS' COMMITTEE, AD HOC COMMITTEE, GM AND EQUITY COMMITTEE (1.3); ATTEND FURTHER MAIN TABLE DISCUSSIONS WITH REPRESENTATIVES OF UNSECURED CREDITORS' COMMITTEE, AD HOC COMMITTEE, GM, EQUITY COMMITTEE AND DELPHI (0.9).
MATZ TJ	08/15/06	1.50	ATTEND MEETINGS WITH D. RESNICK, N. TORACCO, S. CORCORAN, J. BERTRAM, ET AL. RE: GM, UCC, AND DELPHI TERM SHEETS IN GLOBAL DEAL (1.5).
MATZ TJ	08/17/06	0.80	MEETING WITH T. LAURIA RE: PLAN, OVERALL SETTLEMENT CONCEPTS (0.8).
MATZ TJ	08/28/06	0.80	REVIEW AND CONSIDER SUBSTANTIVE CONSOLIDATION MATTER (0.8).
MATZ TJ	08/29/06	1.60	CONTINUE REVIEWING AND ANALYSIS OF SUBSTANTIVE CONSOLIDATION MATERIALS (0.8); CONTINUE REVIEW OF SAME (0.8).
MATZ TJ	08/30/06	0.70	REVIEW AND FINALIZE APPALOOSA HARBINGER PROTECTIVE ORDER (0.2); REVIEW AND FINALIZE APPALOOSA-WEXFORD PROTECTIVE ORDER (0.2); FORWARD SAME TO CHAMBERS (0.1); TELECONFERENCE WITH CHAMBERS RE: SAME (0.2).
		29.80	
RAMLO K	08/16/06	2.30	BEGIN RESEARCH RE: DISCRIMINATION, CLASSIFICATION, REINSTATEMENT, AND ABSOLUTE PRIORITY RULE AS TO SUBORDINATED DEBT (2.3).
RAMLO K	08/17/06	1.30	CONTINUE TO RESEARCH RE: CLASSIFICATION AND DISCRIMINATION ISSUES (1.3).
RAMLO K	08/20/06	2.50	FURTHER RESEARCH RE: ABSOLUTE PRIORITY RULE AND CONTRACTUAL SUBORDINATION (2.5).
RAMLO K	08/21/06	7.40	FURTHER RESEARCH RE: ABSOLUTE PRIORITY RULE AND SUBORDINATION, AND RE: CLASS VOTING, AND BEGIN DRAFTING MEMORANDUM RE: SAME (7.4).
RAMLO K	08/22/06	11.60	CONTINUE RESEARCH ON CONTRACTUAL SUBORDINATION, ABSOLUTE PRIORITY RULE AND ACCEPTING CLASS, CONTINUE DRAFTING MEMORANDUM RE: SAME (7.2); REVISE MEMORANDUM ON SEPARATE CLASSIFICATION, UNFAIR DISCRIMINATION AND REINSTATEMENT (4.4).
RAMLO K	08/23/06	1.10	CONTINUE DRAFTING MEMORANDUM ON ABSOLUTELY PRIORITY RULE AND CONTRACTUAL SUBORDINATION (1.1).

RAMLO K	08/24/06	4.00	CONTINUE DRAFTING MEMORANDUM ON MODIFYING CONTRACTUAL SUBORDINATION UNDER PLAN (4.0).
RAMLO K	08/25/06	2.50	CONTINUE DRAFTING MEMORANDUM ON CONTRACTUAL SUBORDINATION, ABSOLUTE PRIORITY RULE, AND MODIFYING RIGHTS UNDER PLAN, AND CONDUCTING ADDITIONAL RESEARCH (2.5).
RAMLO K	08/27/06	3.60	CONTINUE RESEARCH AND DRAFTING MEMORANDUM ON CONTRACTUAL SUBORDINATION, ABSOLUTE PRIORITY RULE, AND PLAN MODIFICATIONS (3.6).
RAMLO K	08/28/06	6.40	CONTINUE DRAFTING MEMORANDUM ON CONTRACTUAL SUBORDINATION AND TREATMENT UNDER PLAN (6.4).
RAMLO K	08/29/06	6.60	CONTINUE DRAFTING MEMORANDUM RE: CONTRACTUAL ARBITRATION AND ABSOLUTE PRIORITY RULE AND CONDUCT RELATED RESEARCH (6.6).
RAMLO K	08/30/06	2.20	COMPLETE MEMORANDUM ON PLAN TREATMENT OF CONTRACTUAL SUBORDINATION (2.2).
		51.50	
Total Counsel		81.30	
DIAZ LB*	08/15/06	3.20	CONDUCT RESEARCH RE: DUE DILIGENCE (3.2).
DIAZ LB*	08/17/06	3.70	RESEARCH RE: DUE DILIGENCE (3.7).
DIAZ LB*	08/18/06	3.80	RESEARCH RE: DUE DILIGENCE (3.8).
DIAZ LB*	08/22/06	11.80	CONTINUE TO REVIEW MATERIALS RE: DUE DILIGENCE (11.8).
DIAZ LB*	08/23/06	12.50	MET WITH M. HESTER RE: DUE DILIGENCE (0.4); CONTINUE TO REVIEW MATERIALS RE: DUE DILIGENCE (12.1).
DIAZ LB*	08/24/06	12.40	CONTINUE TO REVIEW MATERIALS RE: DUE DILIGENCE (12.4).
DIAZ LB*	08/25/06	8.60	CONTINUE TO REVIEW DOCUMENTS RE: DUE DILIGENCE (8.6).

DIAZ LB*	08/27/06	9.90	CONTINUE TO REVIEW DUE DILIGENCE MATERIALS (9.9).
DIAZ LB*	08/28/06	12.30	MET WITH M. HESTER TO DISCUSS DUE DILIGENCE (0.3); CONTINUE TO WORK ON ENVIRONMENTAL DUE DILIGENCE PROJECT (12.0).
DIAZ LB*	08/29/06	5.10	CONTINUE TO REVIEW DOCUMENTS RELATED TO DUE DILIGENCE (5.1).
DIAZ LB*	08/30/06	8.90	CONTINUE TO REVIEW DOCUMENTS AND COORDINATE DUE DILIGENCE (8.9).
DIAZ LB*	08/31/06	10.20	CONTINUE TO WORK ON MATERIAL FOR DUE DILIGENCE (10.2).
		102.40	
FERN BM	08/16/06	5.20	REVIEW ISSUES RE: DISCLOSURE OF INFORMATION TO APPALOOSA (0.6); DRAFT AMENDED STIPULATION AND PROTECTIVE ORDER (1.7); DRAFT AMENDED NONDISCLOSURE AGREEMENT (0.9); FORMULATE STRATEGY RE: REVISED NDA (0.7); REVISE AMENDED NDA (0.8); ADDITIONAL REVISIONS TO AMENDED NDA (0.5).
FERN BM	08/17/06	4.80	COMPARE NONDISCLOSURE AGREEMENT TO PROTECTIVE ORDER (0.7); ADDITIONAL REVISIONS TO NDA (0.9); FORMULATE STRATEGY RE: AMENDED NDA (1.1); REVISE AMENDED NDA (1.0); REVIEW TERMS OF AMENDED NDA (0.6); REVISE AMENDED NDA (0.5).
FERN BM	08/22/06	2.20	REVIEW AND ANALYZE PROPOSED CHANGES TO AMENDED NDA (0.5); TELECONFERENCE WITH J. ROTENTSTEIN RE: AMENDED NDA (0.2); RESEARCH RE: PROTECTIVE ORDERS (0.4); SUMMARIZED ISSUES RE: AMENDED NDA (0.3); REVISE AMENDED NDA (0.8).
FERN BM	08/23/06	7.90	FORMULATE STRATEGY RE: AMENDED NDA AND PROTECTIVE ORDER (0.3); DRAFT GLOBAL PROTECTIVE ORDER RE: APPALOOSA (2.8); DRAFT NDA RE: LITIGATION INFORMATION (0.9); REVISE AMENDED NDA (1.4); REVISE GLOBAL PROTECTIVE ORDERS (2.5).

FERN BM	08/24/06	7.70	REVIEW DOCUMENTS RE: SCOPE OF PROTECTIVE ORDERS (0.5); FORMULATE STRATEGY RE: APPALOOSA STIPULATION (0.7); REVIEW ISSUES RE: APPALOOSA STIPULATION (0.7); REVIEW AND REVISE STIPULATION AND PROTECTIVE ORDER (1.9); REVIEW AND REVISE AMENDED NDA (0.6); REVIEW AND REVISE LITIGATION NDA (0.4); DRAFT EMAIL TO F. EATON AND D. BAUMSTEIN RE: LITIGATION SUMMARY (0.3); REVIEW DOCUMENTS RE: DISCLOSURE OF LITIGATION MATERIAL (0.6); REVIEW DOCUMENTS FOR RELEVANCE FOR TRANSACTION DATA ROOM (0.9); EMAILS TO/FROM D. BAUMSTEIN RE: LITIGATION SUMMARY (0.4); REVIEW KECP DOCUMENTS FOR DATA ROOM (0.7).
FERN BM	08/25/06	4.60	REVISE AND ORGANIZE DOCUMENTS RE: AMENDED NDA (0.5); EMAILS TO/FROM J. SHEEHAN RE: AMENDED NDA (0.4); REVIEW DOCUMENTS RE: AMENDED NDA (0.4); EMAILS TO/FROM J. ROTENSTEIN RE: AMENDED NDA (0.2); REVIEW LITIGATION SUMMARY (1.4); STRATEGY MEETING RE: DUE DILIGENCE DATA ROOM (0.7); REVIEW AND CREATE PROCEDURES RE: DATA ROOM (1.0).
FERN BM	08/26/06	0.90	REVIEW DOCUMENTS RE: DELPHI DATA ROOM (0.6); REVIEW CONFIDENTIALITY AGREEMENTS (0.3).
FERN BM	08/28/06	3.20	REVIEW ISSUES RE: ESTABLISHING DATA ROOM (0.5); REVIEW DOCUMENTS RE: STATUS OF DATA ROOM ISSUES (0.4); ASSESS ISSUES RE: AMENDED NDA (0.7); TELECONFERENCE WITH J. ROTENSTEIN RE: AMENDED NDA (0.3); FORMULATE STRATEGY RE: AMENDED NDA (0.4); EMAIL TO J. ROTENSTEIN RE: AMENDED NDA (0.5); ADDITIONAL REVIEW OF DOCUMENTS RE: AMENDED NDA (0.4).
FERN BM	08/29/06	2.90	REVIEW DOCUMENTS RE: APPALOOSA STIPULATION (0.6); ASSESS ISSUES RE: GM STIPULATION AND PROTECTIVE ORDER (0.7); FORMULATE STRATEGY RE: SCOPE OF PROTECTIVE ORDERS (0.8); EMAIL TO J. ROTENTSTEIN RE: PROTECTIVE ORDERS (0.3); SUMMARIZE ISSUES RE: PROTECTIVE ORDERS (0.5).
FERN BM	08/30/06	4.30	PREPARE VARIOUS PROTECTIVE ORDERS FOR SUBMISSION TO COURT (0.8); ANALYZE ISSUES RE: PROTECTIVE ORDERS (0.3); DRAFT PROPOSED EMAIL TO COURT RE: SAME (0.4); REVIEW UPDATE RE: DILIGENCE DATA ROOM (0.2); REVIEW APPALOOSA 13-D (0.3); DRAFT STATEMENT RE: SAME (0.5); REVIEW APPALOOSA PLEADINGS RE: ALLEGATIONS AGAINST DELPHI (1.8).

FERN BM	08/31/06	1.70	REVIEW APPALOOSA'S FORM 13-DS (0.5); EMAIL TO J. ROTENSTEIN RE: AMENDED NDA (0.3); REVIEW DOCUMENTS FROM J. ROTEINSTEIN RE: AMENDED NDA (0.3); REVIEW AND DISTRIBUTED PROTECTIVE ORDERS APPROVED BY THE COURT (0.6).
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45.40

GRANT K	08/16/06	1.70	TELECONFERENCES WITH K. RAMLO RE: CLASSIFICATION OF UNSECURED CLAIMS UNDER PLAN (0.6); RESEARCH RE: SAME (1.1).
GRANT K	08/17/06	7.50	CONTINUE RESEARCH RE: CLASSIFICATION OF SIMILAR CLAIMS AND DRAFTED MEMO RE: SAME (7.2); CONFERENCE WITH K. RAMLO RE: SAME (0.3).
GRANT K	08/18/06	7.50	CONTINUE RESEARCH RE: LEGITIMATE BUSINESS REASON FOR SEPARATE CLASSIFICATION OF CLAIMS AND MEMO RE: SAME (6.4); RESEARCH RE: DISCRIMINATION (1.1).
GRANT K	08/21/06	5.20	CONTINUE RESEARCH RE: REINSTATEMENT OF DEBT AND UNFAIR DISCRIMINATION (1.9); TELECONFERENCES WITH K. RAMLO RE: SAME (0.4); RESEARCH RE: BINDING NATURE OF DISTRICT COURT DECISION OF BANKRUPTCY COURTS IN THE SECOND CIRCUIT (2.9).
GRANT K	08/22/06	5.80	CONTINUE TO RESEARCH RE: PLAN ISSUES AND DRAFTED MEMORANDUM TO K. RAMLO RE: SAME (5.8).

27.70

HARDIN AS	08/15/06	13.10	ATTEND FRAMEWORK CONFERENCES WITH GM AND CREDITORS COMMITTEE AND RELATED ACTIVITIES (13.1).
HARDIN AS	08/16/06	7.80	ATTEND FRAMEWORK CONFERENCES WITH DELPHI MANAGEMENT, GM, UNSECURED CREDITORS COMMITTEE RE: FRAMEWORK AGREEMENT AND RELATED ACTIVITIES (7.8).
HARDIN AS	08/22/06	3.90	RESEARCH RE: SUBORDINATION AND CLASSIFICATION (3.9).
HARDIN AS	08/29/06	2.50	TELECONFERENCE RE: FRAMEWORK AGREEMENT (2.5).

27.30

HERRIOTT AV	08/01/06	2.10	REVIEW AND REVISE PRESENTATION FOR JOINT COMMITTEE MEETINGS TO BE HELD AUG 1-3 (2.1).
HERRIOTT AV	08/04/06	0.60	REVIEW PRECEDENT FOR MATERIALS PRESENTED IN PREPARATION OF PLAN OF REORGANIZATION (0.6).
HERRIOTT AV	08/17/06	0.20	RESPOND TO QUESTION RE: PLAN SOLICITATION (0.2).

HERRIOTT AV	08/22/06	1.90	BEGIN ASSEMBLING MATERIALS FOR HUMAN CAPITAL SALARIED EMPLOYEE DATA ROOM IN RESPONSE TO REQUEST OF POTENTIAL PLAN SPONSOR (1.9).
HERRIOTT AV	08/23/06	3.20	CONTINUE GATHERING INFORMATION FOR HUMAN CAPITAL SALARIED EMPLOYEE DATA ROOM FOR POTENTIAL PLAN SPONSORS (3.2).
HERRIOTT AV	08/24/06	4.50	REVIEW INITIAL MATERIALS FOR HUMAN CAPITAL SALARIED EMPLOYEE DATA ROOM WITH F. KUPLICKI AND R. VANLEUVEN (1.8); CONTINUE TO REVIEW AND GATHER MATERIALS RE: SAME (1.4); DRAFT INDEX OF MATERIALS (1.3).
HERRIOTT AV	08/25/06	2.20	UPDATE DATA ROOM INDEX (1.8); CONDUCT FOLLOW UP RE: DATA ROOM MATERIALS (0.4).
HERRIOTT AV	08/27/06	0.70	CONTINUE GATHERING MATERIALS FOR DATA ROOM FOR PROSPECTIVE INVESTOR (0.7).
HERRIOTT AV	08/28/06	6.30	CONTINUE TO ASSEMBLE AND REVIEW MATERIALS FOR DATA ROOM RE: HUMAN CAPITAL - SALARIED EMPLOYEES (4.4) INCLUDING REVISING INDEX IN ACCORDANCE WITH SAME (1.9).
HERRIOTT AV	08/29/06	1.80	FINALIZE THE COLLECTION AND INDEXING OF DOCUMENTS FOR DATA ROOM (1.8).
HERRIOTT AV	08/30/06	1.50	CONDUCT FOLLOW UP RE: MATERIALS FOR DATA ROOM (1.5).
HERRIOTT AV	08/31/06	0.40	GATHER DOCUMENTS FOR LITIGATION DATA ROOM FOR POTENTIAL PLAN INVESTORS (0.4).
		25.40	
MEISLER RE	08/01/06	0.50	TELECONFERENCE WITH C. PICINNIN RE: : APPALOOSA SEC FILING (0.1) AND REVIEW SAME (0.2); DRAFT CORRESPONDENCE RE: NDA (0.2).
MEISLER RE	08/02/06	0.30	REVIEW FINAL JOINT COMMITTEE PRESENTATION (0.2); TELECONFERENCE WITH A. FRANKUM RE: POR PLANNING (0.1).
MEISLER RE	08/07/06	1.00	REVIEW AND ANALYZE PLAN ISSUES (1.0).
MEISLER RE	08/09/06	0.20	DRAFT INTERNAL CORRESPONDENCE RE: PLAN ISSUES (0.2).
MEISLER RE	08/10/06	0.20	REVIEW OF SUBSTANTIVE CONSOLIDATION ANALYSIS (0.2).
MEISLER RE	08/13/06	1.00	REVIEW AND ANALYZE PLAN ISSUES (1.0).
MEISLER RE	08/14/06	1.50	PREPARE FOR STRATEGY CALL RE: PLAN (0.2); PARTICIPATE ON CALL RE: SAME (1.0); FOLLOW UP RE: SAME (0.3).

MEISLER RE	08/16/06	4.80	TELECONFERENCE WITH T. LAURIA RE: DILIGENCE (0.7); REVIEW 1113 PROTECTIVE ORDER AND NDA RE: SAME (0.8); REVISE NDA AMENDING TO PERMIT USE OF LITIGATION MATERIAL FOR PERMITTED PURPOSES (1.9); TELECONFERENCE WITH M. HESTER RE: ENVIRONMENTAL DILIGENCE (0.4); TELECONFERENCE WITH J. PAPELIAN RE: SAME (0.2); NOTES TO FILE RE: SAME (0.1); TELECONFERENCE WITH A. FRANKUM, T. BEHNKE AND R. REESE RE: SUBSTANTIVE CONSOLIDATION (0.7).
MEISLER RE	08/17/06	5.10	PREPARE FOR DILIGENCE SESSIONS (1.4); DRAFT CORRESPONDENCE TO B. SAX RE: SAME (0.1); CONFERENCE WITH R. REESE RE: SAME (0.4); CONFERENCE WITH E. COCHRAN RE: AMENDED NDA (0.3); NOTES TO FILE (0.1); CONFERENCE WITH A. HOGAN RE: SAME (0.2); REVISE AMENDED NDA (1.0); TELECONFERENCE WITH P. MILMED AND M. HESTER RE: ENVIRONMENTAL DILIGENCE (1.0); FOLLOW UP WITH M. HESTER RE: SAME (0.2); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.4).
MEISLER RE	08/18/06	3.10	REVIEW COMMENTS TO AMENDED NDA (0.3); REVIEW AND COMMENT ON CHANGES TO AMENDED NDA (0.4); CONFERENCE WITH D. SHERBIN RE: SAME (0.2); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.2); DRAFT CORRESPONDENCE TO G. PRYOR RE: SAME (0.3); CONTINUE TO PREPARE FOR DILIGENCE VISITS (0.9); DRAFT CORRESPONDENCE TO B. SAX RE: SAME (0.2); CONFERENCE WITH M. HESTER RE: PREPARE FOR DILIGENCE SESSIONS (0.6).
MEISLER RE	08/19/06	1.90	CONTINUE TO PREPARE FOR DILIGENCE VISITS (1.4); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.5).
MEISLER RE	08/20/06	2.50	CONTINUE TO PREPARE FOR DILIGENCE VISITS (1.7); DRAFT INTERNAL CORRESPONDENCE (0.3, 0.1); DRAFT CORRESPONDENCE TO J. ROTENSTEIN RE: DILIGENCE CALLS (0.1); PREPARE FOR PLAN CALL (0.3).
MEISLER RE	08/21/06	3.80	PREPARE FOR PLAN CALL (0.5); PARTICIPATE ON TELECONFERENCE WITH G. PANAGAKIS, R. REESE AND A. FRANKUM TO STRATEGIZE RE: PLAN ISSUES (1.8); REVIEW AND ANALYSIS OF PRIVILEGE ISSUES RE: DILIGENCE (0.3); CONFERENCE WITH J. PAPELIAN RE: UPCOMING DILIGENCE (0.5); CONTINUE TO PREPARE FOR SAME (0.7).

MEISLER RE	08/22/06	7.70	DRAFT CORRESPONDENCE TO P. MILMED RE: DILIGENCE VISITS (0.2); PREPARE FOR DILIGENCE VISITS (1.5); REVIEW ENVIRONMENTAL DATA ROOM (0.5); PREPARE FOR LITIGATION CONFERENCE CALL (0.5); CONFERENCE WITH J. PAPELIAN RE: SAME (0.2); TELECONFERENCE WITH J. PAPELIAN, D. BAUMSTEIN, AND F. EATON RE: MATERIAL LITIGATION (1.6); PREPARE FOR HUMAN RESOURCES CONFERENCE CALL (0.5); CONFERENCE WITH B. SAX AND F. KUPLICKI RE: SAME (0.3); TELECONFERENCE WITH B. SAX, F. KUPLICKI, F. EATON, D. BAUMSTEIN, J. FRANKLIN, R. MCGEORGE, AND J. KIM RE: HUMAN RESOURCES DILIGENCE (1.3); DRAFT INTERNAL CORRESPONDENCE SUMMARIZING PROGRESS (0.5); REVIEW AND ANALYSIS OF WHITE & CASE COMMENTS TO DRAFT OF AMENDED NDA (0.3); PROVIDE COMMENTS ON SAME (0.3).
MEISLER RE	08/23/06	4.30	TELECONFERENCE WITH J. PAPELIAN AND D. BAUMSTEIN RE: FOLLOW UP TO MATERIAL LITIGATION CONFERENCE CALL (0.4); NOTES TO FILE RE: SAME (0.3); DRAFT CORRESPONDENCE TO D. BAUMSTEIN RE: CFO REPORT (0.2); DRAFT LETTER AGREEMENT RE: SAME (0.6); REVISE SAME (0.2); REVIEW AND REVISE AMENDED NDA (0.8); TELECONFERENCE WITH J. ROTENSTEIN RE: SAME (0.1); DRAFT INTERNAL CORRESPONDENCE SUMMARIZING PROGRESS (0.8); DRAFT CORRESPONDENCE TO S. CORCORAN RE: STATUS OF AMENDED NDA (0.2); REVISE NDA (0.4); DRAFT CORRESPONDENCE TO G. PRYOR RE: SAME (0.1); DRAFT CORRESPONDENCE TO WHITE & CASE TO ARRANGE FOR ON-SITE VISITS (0.2).
MEISLER RE	08/24/06	6.40	TELECONFERENCES WITH D. BAUMSTEIN RE: LITIGATION DILIGENCE (0.2, 0.1, 0.2); REVISE LETTER AGREEMENT PER D. BAUMSTEIN COMMENTS (0.2); REVIEW CFO REPORT (0.7); DRAFT MULTIPLE CORRESPONDENCE RE: SAME (0.1, 0.2, 0.2., 0.2); TELECONFERENCES WITH J. PAPELIAN RE: SAME (0.1, 0.1); DRAFT CORRESPONDENCE TO J. SHEEHAN RE: DILIGENCE REQUESTS (0.2); TELECONFERENCE WITH J. SHEEHAN RE: DILIGENCE QUESTIONS (0.6); NOTES TO FILE RE: SAME (0.3); TELECONFERENCE WITH S. CORCORAN RE: STATUS OF DILIGENCE (0.2); TELECONFERENCE WITH D. SHERBIN RE: SAME AND AMENDED NDA (0.2); DRAFT CORRESPONDENCE TO B. SAX RE: HR DATA ROOM (0.2); DRAFT CORRESPONDENCE TO J. ROTENSTEIN RE: AMENDED NDA (0.2); DRAFT CORRESPONDENCE TO D. BAUMSTEIN RE: LOGISTICS (0.2); DRAFT INTERNAL CORRESPONDENCE RE: PROGRESS (0.5); REVIEW DOCUMENTS TO BE POPULATED INTO DATA ROOM (1.5).

MEISLER RE	08/25/06	3.30	DRAFT CORRESPONDENCE TO J. ROTENSTEIN RE: HR DATA ROOM (0.2, 0.1); REVIEW AND COMMENT ON ENVIRONMENTAL DATA ROOM INDEX (1.2); DRAFT CORRESPONDENCE TO J. ROTENSTEIN RE: AMENDED NDA (0.1); CONTINUE TO PREPARE FOR DILIGENCE VISITS (1.7).
MEISLER RE	08/26/06	1.80	PREPARE FOR WHITE & CASE VISIT INCLUDING REVIEW DATA ROOM INDICES AND RESPONSIVE DOCUMENTS (1.3); REVIEW MEMOS AND OTHER DOCUMENTS TO PREPARE FOR PLAN CALL (0.5).
MEISLER RE	08/28/06	5.70	PREPARE FOR DATA ROOM VISITS (0.8); MEET WITH J. PAPELIAN AND B. FRANTANGELO RE: LITIGATION DATA ROOM (0.6); DRAFT CORRESPONDENCE TO J. PAPELIAN RE: SAME (0.2); REVIEW AND COMMENT ON INDEX FOR ENVIRONMENTAL DATA ROOM (0.3); REVIEW CERTAIN DOCUMENTS RE: SAME (0.7); DRAFT SUMMARY TO D. SHERBIN, RE: REPORT ON UPCOMING WHITE & CASE VISIT (0.4); REVIEW INFORMATION REQUEST FROM WHITE & CASE (0.3) AND REVIEW RESPONSIVE DOCUMENTS RE: HR (0.4); TELECONFERENCE WITH J. ROTENSTEIN RE: AMENDED NDA (0.1); DRAFT CORRESPONDENCE RE: SAME (0.2); PREPARE FOR PLAN CALL (0.5); PARTICIPATE ON SAME (1.2).
MEISLER RE	08/29/06	6.70	REVISE INSTRUCTIONS FOR DATA ROOM VISITS (0.4); REVIEW AND COMMENT ON INDEX (0.5) AND REVIEW CERTAIN DOCUMENTS RE: ENVIRONMENTAL DATA ROOM (0.7); CONFERENCE WITH P. TRIMARCHI AND M. HESTER RE: RULES AND INSTRUCTIONS (0.5); REVIEW DOCUMENTS REQUEST FROM J. RUE RE: LITIGATION (0.4); REVIEW STATUS OF PROTECTIVE ORDER TO BE FILED RE: AMENDED NDA (0.3); CONFERENCE WITH M. HESTER, K. JONES, AND P. TRIMARCHI RE: ENVIRONMENTAL QUESTIONS (0.5); FOLLOW UP RE: SAME (0.5); DRAFT SUMMARY TO D. SHERBIN, S. CORCORAN, J. PAPELIAN, M. HESTER, AND K. JONES RE: REPORT ON WHITE & CASE VISIT (0.4); PREPARE FOR VISIT TO HR DATA ROOM (1.0); MEET WITH J. WHITSON AND C. WU RE: DELCO MERGER (1.0); CONFERENCE WITH D. LI RE: RECHARACTERIZATION ANALYSIS (0.5).

MEISLER RE 08/30/06 7.20 PREPARE FOR J. KIM'S VISIT TO HR DATA ROOM (1.5); REVIEW TEMPORARY WORKER AND INDEPENDENT CONTRACTOR HEAD COUNT INFORMATION (0.2); MEET WITH B. SAX RE: SAME (0.3); MEET WITH F. KUPLICKI RE: SAME (0.2); MORNING MEETING WITH J. KIM (0.5); TELECONFERENCE WITH H. GROPPER, B. SAX AND F. KUPLICKI RE: PENDING AND THREATENED HR RELATED ACTIONS (0.6); FOLLOW UP INQUIRIES RE: SAME (0.4); CONFERENCE WITH J. KIM, B. SAX, AND F. KUPLICKI RE: HR QUESTIONS AND DOL AUDITS (1.0); FOLLOW UP WORK RE: SAME (0.5); BEGIN TO PREPARE FOR VISIT TO LITIGATION DATA ROOM (1.0); RESPOND TO S. CORCORAN CORRESPONDENCE RE: APPALOOSA DISCLOSURE (0.3); DRAFT CORRESPONDENCE TO D. SHERBIN, S. CORCORAN, J. PAPELIAN, M. HESTER, B. SAX, AND F. KUPLICKI RE: REPORT ON WHITE & CASE VISIT (0.4); REVIEW INTERCOMPANY AGREEMENT (0.2) AND DRAFT CORRESPONDENCE TO S. CORCORAN RE: SAME (0.1).

MEISLER RE 08/31/06 7.40 REVIEW ADVERSARY PROCEEDINGS TO PREPARE LITIGATION DATA ROOM (0.7); TELECONFERENCE WITH S. MCGRATH RE: SAME (0.1); REVIEW AND REVISE INSTRUCTION SHEET (0.2); MEET WITH D. BAUMSTEIN, F. EATON, J. RUE, AND J. PAPELIAN RE: LITIGATION DATA ROOM (1.5); REVIEW AND REVISE COVER LETTERS TO J. KIM, P. TRIMARCHI, AND J. RUE RE: DILIGENCE REQUEST (1.0); PARTICIPATE IN MEETING WITH J. PAPELIAN, B. TELGEN, D. BAUMSTEIN, F. EATON, AND J. RUE RE: INSURANCE QUESTIONS RE: LITIGATION DATA ROOM (0.5); PARTICIPATED IN MEETING WITH J. PAPELIAN, D. BAUMSTEIN, F. EATON, AND J. RUE RE: LITIGATION QUESTIONS (1.0); FOLLOW UP MEETINGS (1.5); DRAFT MULTIPLE CORRESPONDENCE TO D. SHERBIN RE: WHITE & CASE REQUEST FOR MEETING (0.4); DRAFT CORRESPONDENCE TO D. BAUMSTEIN RE: SAME (0.1); DRAFT CORRESPONDENCE TO B. POLOVOY FORWARD AMENDED NDA RE: REQUEST FOR TELECONFERENCE (0.1); WORK TO ARRANGE MEETING WITH WHITE & CASE AND J. SHEEHAN (0.3).

76.40

OGUNSANYA GO 08/22/06 4.30 DRAFT AND REVIEW OF CERTAIN NON-DISCLOSURE AGREEMENTS (4.3).

OGUNSANYA GO 08/23/06 3.10 FURTHER DRAFTING AND REVIEW OF CERTAIN NON-DISCLOSURE AGREEMENTS (3.1).

OGUNSANYA GO 08/24/06 2.20 FURTHER EDITS AND DRAFTING OF CERTAIN NON-DISCLOSURE AGREEMENTS (2.2).

9.60

REESE RG	08/24/06	0.40	RESPOND TO INQUIRIES RE: DATA ROOM (0.4).
REESE RG	08/28/06	1.60	TELECONFERENCE WITH FTI RE: PLAN ISSUES (1.6).
REESE RG	08/30/06	0.30	REVIEW AND RESPOND TO ISSUES RE: PLAN SPONSOR DATA ROOM (0.3).

2.30

Total Associate/Law Clerk	316.50
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DEMMA J	08/22/06	1.60	PREPARE PRECEDENT FOR ATTORNEY REVIEW (1.6).
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1.60

SALAZAR AG	08/04/06	1.00	COMPILE LIST OF ATTENDEES OF JOINT STAKEHOLDERS DELPHI MEETING AND DISTRIBUTE (1.0).
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~~1.00~~

Total Legal Assistant	2.60
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TOTAL TIME	<u>733.60</u>
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* Law clerks are law school graduates who are not presently admitted to practice.

Delphi Corporation (DIP)
Reorganization Plan / Plan Sponsors

Bill Date: 09/30/06
Bill Number: 1128097

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	08/28/06	Meisler RE	204.05
Air/Rail Travel - vendor feed	08/28/06	Herriott AV	737.81
Air/Rail Travel - vendor feed	08/29/06	Herriott AV	118.07
Air/Rail Travel - vendor feed	08/31/06	Meisler RE	118.07
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$1,178.00
In-house Reproduction	08/04/06	Copy Center, D	8.37
In-house Reproduction	08/22/06	Copy Center, D	21.32
In-house Reproduction	08/25/06	Copy Center, D	17.93
In-house Reproduction	08/25/06	Copy Center, D	2.19
In-house Reproduction	08/25/06	Copy Center, D	0.60
In-house Reproduction	08/29/06	Copy Center, D	3.59
TOTAL IN-HOUSE REPRODUCTION			\$54.00
Telephone Expense	08/31/06	Telecommunications, D	10.03
Telephone Expense	08/31/06	Telecommunications, D	7.10
Telephone Expense	08/31/06	Telecommunications, D	0.81
Telephone Expense	08/31/06	Telecommunications, D	0.06
TOTAL TELEPHONE EXPENSE			\$18.00
Westlaw	08/10/06	Reese RG	112.62
Westlaw	08/17/06	Grant K	684.97
Westlaw	08/18/06	Grant K	191.74
Westlaw	08/21/06	Grant K	279.55
Westlaw	08/21/06	Ramlo K	1,637.95
Westlaw	08/22/06	Grant K	83.93
Westlaw	08/22/06	Ramlo K	616.26
Westlaw	08/24/06	Ramlo K	195.15
Westlaw	08/25/06	Ramlo K	400.15
Westlaw	08/28/06	Ramlo K	109.48
Westlaw	08/28/06	Ramlo K	196.28

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	08/29/06	Ramlo K	184.86
Westlaw	08/29/06	Ramlo K	24.64
Westlaw	08/30/06	Ramlo K	88.42
TOTAL WESTLAW			\$4,806.00
Vendor Hosted Teleconferencing	08/31/06	Teleconferencing Services, LLC	26.23
Vendor Hosted Teleconferencing	08/31/06	Teleconferencing Services, LLC	27.79
Vendor Hosted Teleconferencing	08/31/06	Teleconferencing Services, LLC	8.21
Vendor Hosted Teleconferencing	08/31/06	Teleconferencing Services, LLC	4.77
TOTAL VENDOR HOSTED TELECONFERENCING			\$67.00
Air/Rail Travel (external)	08/01/06	Butler, Jr. J	344.90
Air/Rail Travel (external)	08/07/06	Butler, Jr. J	174.64
Air/Rail Travel (external)	08/13/06	Butler, Jr. J	85.15
Air/Rail Travel (external)	08/14/06	Butler, Jr. J	294.00
Air/Rail Travel (external)	08/23/06	Butler, Jr. J	359.31
Air/Rail Travel (external)	08/28/06	Butler, Jr. J	239.00
TOTAL AIR/RAIL TRAVEL (EXTERNAL)			\$1,497.00
Out-of-Town Travel	08/01/06	Butler, Jr. J	23.50
Out-of-Town Travel	08/01/06	Butler, Jr. J	956.87
Out-of-Town Travel	08/01/06	Butler, Jr. J	15.50
Out-of-Town Travel	08/07/06	Butler, Jr. J	52.26
Out-of-Town Travel	08/07/06	Butler, Jr. J	8.53
Out-of-Town Travel	08/07/06	Butler, Jr. J	20.13
Out-of-Town Travel	08/07/06	Butler, Jr. J	113.42
Out-of-Town Travel	08/08/06	Butler, Jr. J	531.69
Out-of-Town Travel	08/08/06	Butler, Jr. J	14.50
Out-of-Town Travel	08/08/06	Butler, Jr. J	19.00
Out-of-Town Travel	08/09/06	Herriott AV	644.10

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	08/09/06	Herriott AV	35.00
Out-of-Town Travel	08/11/06	Panagakakis GN	50.00
Out-of-Town Travel	08/11/06	Panagakakis GN	444.55
Out-of-Town Travel	08/13/06	Butler, Jr. J	48.02
Out-of-Town Travel	08/13/06	Butler, Jr. J	108.14
Out-of-Town Travel	08/13/06	Butler, Jr. J	8.50
Out-of-Town Travel	08/14/06	Butler, Jr. J	19.50
Out-of-Town Travel	08/14/06	Butler, Jr. J	708.91
Out-of-Town Travel	08/14/06	Butler, Jr. J	19.50
Out-of-Town Travel	08/17/06	Panagakakis GN	866.42
Out-of-Town Travel	08/17/06	Panagakakis GN	66.00
Out-of-Town Travel	08/21/06	Diaz LB	95.00
Out-of-Town Travel	08/21/06	Diaz LB	38.00
Out-of-Town Travel	08/22/06	Herriott AV	40.00
Out-of-Town Travel	08/23/06	Butler, Jr. J	78.27
Out-of-Town Travel	08/23/06	Butler, Jr. J	12.00
Out-of-Town Travel	08/23/06	Meisler RE	310.10
Out-of-Town Travel	08/23/06	Meisler RE	154.15
Out-of-Town Travel	08/23/06	Meisler RE	19.05
Out-of-Town Travel	08/23/06	Meisler RE	35.00
Out-of-Town Travel	08/24/06	Herriott AV	242.68
Out-of-Town Travel	08/24/06	Herriott AV	55.00
Out-of-Town Travel	08/24/06	Herriott AV	404.56
Out-of-Town Travel	08/25/06	Diaz LB	262.11
Out-of-Town Travel	08/25/06	Diaz LB	39.00
Out-of-Town Travel	08/25/06	Diaz LB	819.67
Out-of-Town Travel	08/27/06	Diaz LB	39.00
Out-of-Town Travel	08/28/06	Butler, Jr. J	43.39
Out-of-Town Travel	08/28/06	Butler, Jr. J	6.00
Out-of-Town Travel	08/28/06	Herriott AV	40.00
Out-of-Town Travel	08/29/06	Herriott AV	35.00
Out-of-Town Travel	08/29/06	Herriott AV	224.88
Out-of-Town Travel	08/29/06	Herriott AV	170.84
Out-of-Town Travel	08/31/06	Meisler RE	111.26

TOTAL OUT-OF-TOWN TRAVEL**\$8,049.00**